

**IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

CRESCENDO MARITIME CO.

Petitioner,

v.

BANK OF COMMUNICATIONS  
COMPANY LIMITED

Respondent.

Civil No: 15-CV-4481

**DECLARATION OF YUAN HUI**

I, Yuan Hui, of full age, declare as follows pursuant to 28 U.S.C. § 1746:

1. Since 1999 I have been a practising lawyer of the People's Republic of China ("PRC") with License No: 13702199910206175. I also hold a LLM degree from King's College London, where I studied between 2003 and 2004. I am a Partner of Wang Jing & Co. Law Firm. My firm has offices at 11 locations in China (including Hong Kong). I work at the Qingdao office. A copy of my curriculum vitae, detailing my professional qualifications and experience, is attached hereto as Exhibit A.
2. The facts and matters referred to herein are within my own knowledge, except where otherwise indicated. Where the contents are not within my own knowledge, I identify the source of my knowledge or belief.
3. Reed Smith LLP has asked me to clarify the relationship between Bank of Communications and Bank of Communications Company Limited, as well as its branch location, Bank of Communications Qingdao Branch. Bank of Communications Qingdao Branch is a branch of Bank of Communications Company Limited and does not possess the status of a legal person. Bank of Communications Qingdao Branch and Bank of Communications Company Limited are the same legal entity.
4. I have reviewed all documents obtained from the Qingdao Administration for Industry and Commerce (QAIC) relative to Bank of Communications Company Limited Qingdao Branch, which consist of sixteen documents, totalling two hundred sixty-eight pages. The QAIC houses all official corporate filings for companies that conduct business in Qingdao, PR China. The filings included The Articles of Association of Bank of Communications Company Limited ("Articles of Association"). Copies of the Articles of Association in the original Chinese are attached hereto as Exhibit B. A certified English translation of the pertinent articles of the Articles of Association is attached hereto as Exhibit C.
5. The full name of Bank of Communications is "Bank of Communications Company Limited". The full name of its Qingdao Branch is "Bank of Communications Company Limited Qingdao Branch". "Bank of Communications" and "Bank of Communications Qingdao Branch"

are the abbreviations of the Bank of Communications Company Limited and its Qingdao Branch respectively. Reference is made to Articles 1 and 3 of the Articles of Association. See Exhibit C, Articles 1 and 3.

6. Article 12 of the Articles of Association of Bank of Communications Company Limited provides that: *"The Bank comprises head office and branch offices. The branch offices of the Bank shall conduct their business operations within the scope authorized by the head office, and the branch offices shall not possess the status of a legal person..."*. See Exhibit C, Article 12. In other words, Bank of Communications Company Limited and Bank of Communications Qingdao Branch are the same legal entity.

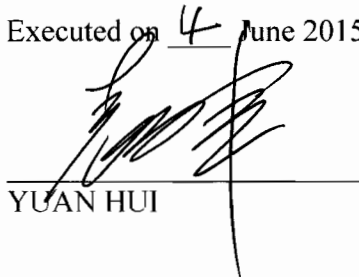
7. This reflects the applicable Chinese legislative requirements. Article 22 of the Law of the People's Republic of China on Commercial Banks provides that: *"The commercial banks shall implement across the board a financial system of centralized accounting, centralized movement of funds, and line management to their branches. Branches of commercial banks shall not possess the status of a legal person and shall lawfully conduct their business operations within the scope authorized by their head offices. Their civil liability shall be assumed by their head offices."* A copy of Article 22 of the Law of the People's Republic of China on Commercial Banks in the original Chinese is attached hereto as Exhibit D. A certified English translation of Article 22 of the Law of the People's Republic of China on Commercial Banks is attached hereto as Exhibit E.

8. Article 14 of the Company Law of the People's Republic of China provides that: *"A company may establish a branch by submitting an application for registration with the company registration authority to obtain a business license. A branch shall not possess a status of a legal person, and its civil liabilities shall be borne by the parent company. A company may establish subsidiaries, which shall possess the status of a legal person, and shall independently bear their civil liabilities according to law."* A copy of Article 14 of the Company Law of the People's Republic of China is attached hereto as Exhibit F. A certified English translation of 14 of the Company Law of the People's Republic of China is attached hereto as Exhibit G.

9. Consistent with Article 14 of the Company Law of the People's Republic of China and Article 22 of the Law of the People's Republic of China on Commercial Banks, as well as the Articles of Association referenced above, Bank of Communications Qingdao Branch is a branch of Bank of Communications Company Limited and does not possess the status of a legal person. Bank of Communications Qingdao Branch and Bank of Communications Company Limited are the same legal entity.

I declare under penalty of perjury under the laws of the United States of America that the Foregoing is true and correct.

Executed on 4 June 2015 in Qingdao, PR China.

  
YUAN HUI